

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF COLUMBIA

IN RE:

VITAMINS ANTITRUST LITIGATION

THIS DOCUMENT RELATES TO:

FOSTER POULTRY FARMS, INC. V.  
BASF AG, ET AL. (E.D. Cal.)

MDL No. 1285

Misc. No. 99-197 (TFH)

**FILED**

JAN 24 2002

NANCY MAYER WHITTINGTON, CLERK  
U.S. DISTRICT COURT

**STIPULATION AND PROPOSED ORDER GRANTING FOSTER POULTRY FARMS,  
INC. LEAVE TO FILE SECOND AMENDED COMPLAINT**

The parties hereto, by and through their undersigned counsel, hereby stipulate as follows:

1. Foster Poultry Farms, Inc. is granted leave to file the Second Amended Complaint attached hereto as Exhibit 1. The Second Amended Complaint shall be deemed filed as of the date this Order is entered.

2. Defendants' Answers to the First Amended Complaint shall be deemed filed and responsive to the Second Amended Complaint.

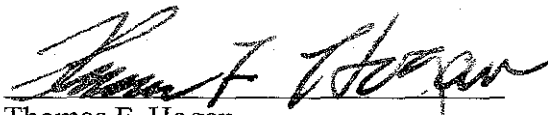
3. The Second Amended Complaint seeks only to clarify Del Mesa Farms, Inc.'s separate corporate status from that of Foster Farms and does not expand the scope, extent or nature of the claims presented in the First Amended Complaint.

4. Del Mesa Farms shall respond to all of Defendants' interrogatories and shall produce all documents responsive to Defendants' document requests within 15 days of the date this Order is entered (or shall certify that all responsive documents were produced in Foster Farms' production). Del Mesa Farms shall also make a corporate representative available for a Rule 30(b)(6) deposition at a place and time mutually convenient to the parties.

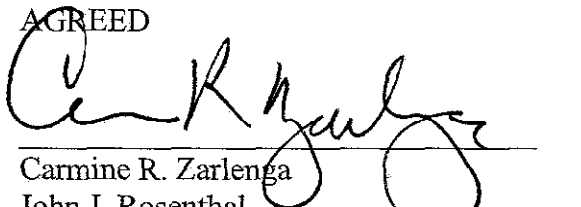
5. Foster Farms and Del Mesa Farms agree to respond to any additional discovery that may be necessary to address issues raised by the addition of Del Mesa Farms as a plaintiff in this case, including issues raised by Del Mesa Farms' responses to defendants' discovery requests. Foster Farms and Del Mesa Farms agree to accept and respond to discovery requests relating to the addition of Del Mesa Farms as a plaintiff in this case even if that discovery is served after February 11, 2002.

6. The discovery obligations of Del Mesa Farms under this Stipulation and Order shall include all documents and information relating to the assets of the Prescott Feedmill, purchased by Del Mesa Farms in 1998.

SO ORDERED, this 24 day of January, 2002

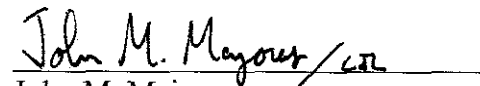
  
Thomas F. Hogan  
United States District Judge

AGREED

  
Carmine R. Zarlenga  
John J. Rosenthal  
HOWREY, SIMON, ARNOLD & WHITE  
LLP  
1299 Pennsylvania Ave. N.W.  
Washington, D.C. 20004  
(202) 783-0800

*Attorneys for Foster Poultry Farms, Inc. and  
Del Mesa Farms, Inc.*

AGREED

  
John M. Majoras  
Mary-Helen Perry  
JONES, DAY, REAVIS & POGUE  
51 Louisiana Avenue N.W.  
Washington, D.C. 20001  
(202) 879-3939

*On behalf of all served Defendants*